

05-29-2002



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HEET

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Docket No.:

07263-00423

Tab settings

...ne attached original documents or copy thereof.

To the Honorable Commissioner of F

1. Name of conveying party(ies):

Intraspct Software, Inc.

4-29-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other _____

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: April 15, 2002

2. Name and address of receiving party(ies):

Name: Silicon Valley Bank

Internal Address: _____

Street Address: 3003 Tasman Drive

City: Santa Clara State: CA ZIP: 95054

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other California-Chartered Bank

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from _____)
Additional name(s) & address(es) Yes No

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/903,346 76/007,313

B. Trademark Registration No.(s)

2,201,945 2,517,645 2,200,395

Additional numbers Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John R. Posthumus, Esq., Reg. No. 36,245

Internal Address: _____

Street Address: LeBoeuf, Lamb, Greene & MacRae, LLP

633 Seventeenth Street, Suite 2000

City: Denver State: CO ZIP: 80202

6. Total number of applications and registrations involved:.....

5

7. Total fee (37 CFR 3.41):.....\$ \$200.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

05/28/2002 DBYRNE 00000080 75903346

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
100.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John R. Posthumus, Esq., Reg. # 36,245

Name of Person Signing

Signature

April 24, 2002

Date

Total number of pages including cover sheet, attachments, and

10

TRADEMARK

0000117368
05/28/2002 DBYRNE

CHECK Refund Total: \$60.00

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement (the "Agreement") dated April 15, 2002 is between SILICON VALLEY BANK ("Bank") and INTRASPECT SOFTWARE, a California corporation ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in that certain Loan and Security Agreement of even date herewith (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Intellectual Property, including all Copyrights, Trademarks, Patents, and Mask Works. All defined terms used herein shall have the respective meanings accorded to them in the Loan Agreement.


B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired, to all of the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part. This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise of its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

SILICON VALLEY BANK,
a California-chartered bank

INTRASPECT SOFTWARE,
a California corporation




(Signature)



(Signature)



(Title)



(Title)

EXHIBIT A

Copyrights — **NOT APPLICABLE**

Description

Registration/
Application
Number

Registration/
Application
Date

EXHIBIT B

Patents — **NOT APPLICABLE**

Description

Registration/
Application
Number

Registration/
Application
Date

EXHIBIT C

Trademarks — **SEE ATTACHMENT**

Description

Registration/
Application
Number

Registration/
Application
Date

Intraspect Software Trademark Report

	<u>Classes</u>	<u>Status</u>	<u>App. #</u>	<u>App. Date</u>	<u>Reg. #</u>	<u>Reg. Date</u>
European Union						
C-BUSINESS	9, 42	Registered	1502491	02/10/2000	1502491	05/07/2001
INTRASPECT	9, 16, 38, 42	Registered	646703	10/09/1997	646703	10/13/1999
THE FREEDOM TO FORGET	9, 42	Withdrawn	1532803	02/29/2000		
Switzerland						
C-BUSINESS	38	Registered	02562/2000	03/03/2000	491241	11/09/2001
United States						
C-BUSINESS	38	Office Action	75/903346	01/25/2000	2201945	11/03/1998
INTRASPECT	9	Registered	75/187033	10/24/1996	2517645	12/11/2001
INTRASPECT & DESIGN	9	Registered	75/234527	01/31/1997	2200395	10/27/1998
MISCELLANEOUS DESIGN (3CYCLONE)	9	Registered	75/234608	01/31/1997		
THE FREEDOM TO FORGET	35	Abandoned	76/007313	03/21/2000		

Mask Works – NOT APPLICABLE

Description

Registration/
Application
Number

Registration/
Application
Date

TOTAL P. 07

CERTIFICATE OF MAILING BY FIRST CLASS MAIL (37 CFR 1.8)Applicant(s): **Intraspect Software, Inc.**

Docket No.

07263-00423

Serial No.

Various

Filing Date

Various

Examining Attorney

Unknown

Law Office

UnknownTrademark: **Various**I hereby certify that this **Recordation Form Cover Sheet; IP Security Agreement; Check; Postcard***(Identify type of correspondence)*

is being deposited with the U.S. Postal Service as first class mail under 37 C.F.R. 1.8 and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513 on:

April 24, 2002*(Date)***Sandra Lee Bourassa, PLS***(Typed or Printed Name of Person Mailing Correspondence)**(Signature of Person Mailing Correspondence)*

Note: Each paper must have its own certificate of mailing.

TM15/REV01

TRADEMARK**RECORDED: 04/29/2002****REEL: 002514 FRAME: 0851**